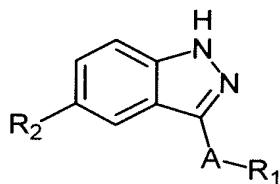


**Amendments to the Claims:**

This listing of claims will replace all prior versions, and listings, of claims in the application:

**Listing of claims:**

1. (Currently Amended) A method for treating cancer treatable by the inhibition of JNK and at least one other protein kinase, comprising modulating inhibiting the activity of more than one JNK and at least one other protein kinase, comprising administering to a patient in need thereof having a cancer treatable by the inhibition of JNK and at least one other protein kinase an effective amount of the compound of having the structure:



or a pharmaceutically acceptable salt thereof, wherein:

A is a direct bond;

R<sub>1</sub> is aryl, heteroaryl or heterocycle fused to phenyl, each being optionally substituted with one to four substituents independently selected from R<sub>3</sub>;

R<sub>2</sub> is -R<sub>3</sub>, -R<sub>4</sub>, -(CH<sub>2</sub>)<sub>b</sub>C(=O)R<sub>5</sub>, -(CH<sub>2</sub>)<sub>b</sub>C(=O)OR<sub>5</sub>, -(CH<sub>2</sub>)<sub>b</sub>C(=O)NR<sub>5</sub>R<sub>6</sub>, -(CH<sub>2</sub>)<sub>b</sub>C(=O)NR<sub>5</sub>(CH<sub>2</sub>)<sub>c</sub>C(=O)R<sub>6</sub>, -(CH<sub>2</sub>)<sub>b</sub>NR<sub>5</sub>C(=O)R<sub>6</sub>, -(CH<sub>2</sub>)<sub>b</sub>NR<sub>5</sub>C(=O)NR<sub>6</sub>R<sub>7</sub>, -(CH<sub>2</sub>)<sub>b</sub>NR<sub>5</sub>R<sub>6</sub>, -(CH<sub>2</sub>)<sub>b</sub>OR<sub>5</sub>, -(CH<sub>2</sub>)<sub>b</sub>SO<sub>d</sub>R<sub>5</sub> or -(CH<sub>2</sub>)<sub>b</sub>SO<sub>2</sub>NR<sub>5</sub>R<sub>6</sub>;

a is 1, 2, 3, 4, 5 or 6;

b and c are the same or different and at each occurrence independently selected from 0, 1, 2, 3 or 4;

d is at each occurrence 0, 1 or 2;

R<sub>3</sub> is at each occurrence independently halogen, hydroxy, carboxy, alkyl, alkoxy, haloalkyl, acyloxy, thioalkyl, sulfinylalkyl, sulfonylalkyl, hydroxyalkyl, ~~aryl, substituted aryl, arylalkyl, substituted arylalkyl, heterocycle, substituted heterocycle, heterocyclealkyl, substituted heterocyclealkyl, -C(=O)OR<sub>8</sub>, -OC(=O)R<sub>8</sub>, -C(=O)NR<sub>8</sub>R<sub>9</sub>, -C(=O)NR<sub>8</sub>OR<sub>9</sub>, -SO<sub>2</sub>NR<sub>8</sub>R<sub>9</sub>, -NR<sub>8</sub>SO<sub>2</sub>R<sub>9</sub>, -CN, -NO<sub>2</sub>, -NR<sub>8</sub>R<sub>9</sub>, -NR<sub>8</sub>C(=O)R<sub>9</sub>, -NR<sub>8</sub>C(=O)(CH<sub>2</sub>)<sub>b</sub>OR<sub>9</sub>, -NR<sub>8</sub>C(=O)(CH<sub>2</sub>)<sub>b</sub>R<sub>9</sub>, or heterocycle fused to phenyl;~~

R<sub>4</sub> is alkyl, ~~aryl, arylalkyl, heterocycle or heterocyclealkyl, each being~~ optionally substituted with one to four substituents independently selected from R<sub>3</sub>, or R<sub>4</sub> is halogen or hydroxy;

R<sub>5</sub>, R<sub>6</sub> and R<sub>7</sub> are the same or different and at each occurrence independently hydrogen, alkyl, aryl, arylalkyl, heterocycle or heterocyclealkyl, wherein each of R<sub>5</sub>, R<sub>6</sub> and R<sub>7</sub> are optionally substituted with one to four substituents independently selected from R<sub>3</sub>; and

R<sub>8</sub> and R<sub>9</sub> are the same or different and at each occurrence independently hydrogen, alkyl, aryl, arylalkyl, heterocycle, or heterocyclealkyl, or R<sub>8</sub> and R<sub>9</sub> taken together with the atom or atoms to which they are bonded form a heterocycle, wherein each of R<sub>8</sub>, R<sub>9</sub>, and R<sub>8</sub> and R<sub>9</sub> taken together to form a heterocycle are optionally substituted with one to four substituents independently selected from R<sub>3</sub>.

2. (Canceled)

3. (Original) The method of claim 1 wherein R<sub>1</sub> is aryl optionally substituted with one to four substituents independently selected from R<sub>3</sub>.

4-6. (Canceled)

7. (Original) The method of claim 1, wherein -A-R<sub>1</sub> is phenyl, optionally substituted with one to four substituents independently selected from halogen, alkoxy, -NR<sub>8</sub>C(=O)R<sub>9</sub>, -C(=O)NR<sub>8</sub>R<sub>9</sub>, and -O(CH<sub>2</sub>)<sub>b</sub>NR<sub>8</sub>R<sub>9</sub>, wherein b is 2 or 3.

8. (Currently Amended) The method of claim 1, wherein the other protein kinase is a protein tyrosine kinase.

9. (Canceled)

10. (Currently Amended) The method of claim [[9]] 1, wherein the activities of the protein kinases are simultaneously inhibited.

11. (Currently Amended) The method of claim 1, wherein the other protein kinase is Aurora-A, AKT, CDK1/cyclinB(h), CDK2/cyclinA(h), CDK3/cyclinE(h), CDK5/p35(h), CDK6/cyclinD3(h), CDK7/cyclinH/MAT1, CHK1, CHK2, EGFR, c-RAF, RAS, cSRC, Yes, Fyn, Lck, Fes, Lyn, Syk, Bmx, FGFR3, GSK3 $\alpha$ , GSK3 $\beta$ , PI3, IGF-1R, MAPK2, MAPKAP-K2, ~~JNK~~, MEK1, p70S6K, PAK2, PDGFR $\alpha$ , PDGFR $\beta$ , PDK1, PKA, PKC $\epsilon$ , PKC $\mu$ , PKD2, VEGF, PRAK, PRK2, ROCK-II, Rsk1, Rsk2, Rsk3 or SGK.

12. (Original) The method of claim 8, wherein the activities of the protein tyrosine kinases are selectively inhibited over non-tyrosine kinases.

13. (Currently Amended) The method of claim 1, wherein the activities activity of ~~Aurora-A, Blk, CDK1, CDK2, CDK3, CDK5, CDK6, CHK1, CHK2, Src family of kinases, cSrc, Yes, Fyn, Lck, Fes, Lyn, Syk, FGF R3, GSK3 $\alpha$ , GSK3 $\beta$ , MAPK family including JNK,~~

~~MEK, p70S6K, PKCmu, PKD2, PRAK, PRK2, ROCK II, RSK1, RSK2 and RSK3 are is selectively modulated inhibited~~ over other kinases.

14-16. (Canceled)

17. (Currently Amended) The method of claim [[16]] 1, wherein the cancer is of the head, neck, eye, mouth, throat, esophagus, chest, bone, lung, colon, rectum, stomach, prostate, breast, ovaries, testicles or other reproductive organs, skin, thyroid, blood, lymph nodes, kidney, liver, pancreas, and brain or central nervous system.

18-25. (Canceled)